

Minutes

AVA Board of Directors (BOD) Special Meeting
August 23, 2023

1. Call to Order: The meeting was called to order on Teams at 6:00 p.m. CDST by Chair Nancy Wittenberg.

2. Roll Call of AVA Board: All Officers were present. All Regional Directors (RD) were present except Northeast RD. The National Office (NO) was represented by Henry Rosales, AVA CEO and President; Hector Hernandez, IT Specialist; and Erin Grosso, Finance Director. Also participating were Deputy Regional Directors (DRD) from: Atlantic; Northeast; Northwest; Pacific; Rocky Mountain; South Central; and Southwest. A quorum existed. Committee chairs and members present included: Susan Fine (Chair, Publicity Committee); Bob Buzolich (Chair, Club Charges Special Committee); Pat Lozano (Big Give); Chris Mellon (Vice Chair Candidate); Dawn Gruber; and Debbie Johnson (Broadminded Media for the IT Committee)

3. Approval of Agenda: A motion to approve the meeting agenda was made by PARD, Carl Cordes. The motion was seconded by NCRD, Susan Pinneke. The motion to approve the agenda was approved. The agenda is attachment 1.

4. Approval of Minutes of April 12 Board Meeting: A motion to approve the minutes of the April 12, 2023 Board Meeting, as written, was made by ATRD, Jeff Giddings. The motion was seconded by SERD, Kathryn King. The minutes of the April 12, 2023 Board Meeting were approved. The approved April 12, 2023, minutes are attachment 2.

5. Approval of Minutes of June 14 Regular Membership Meeting: A motion to accept the meeting minutes of the June 14 Regular Membership Meeting, as written, was made by the NCRD, Susan Pinneke. The motion was seconded by the PARD, Carl Cordes. The motion to accept the minutes of the June 14 2023 Regular Membership Meeting was approved. The approved June 14, 2023, minutes are attachment 3.

6. Approval of the August 2 Executive Committee Meeting: A motion to accept the minutes of the August 2 Executive Committee Meeting, as written, was made by PARD, Carl Cordes. The motion was seconded by Finance Chair, Ed McCabe. The minutes of the August 2, 2023, Executive Committee Meeting were approved. The approved August 2, 2023, meeting minutes are attachment 4.

7. CEO/President's Report:

7A Office Lease: CEO, Henry Rosales reported that the office lease, which expires December 31, 2023, has been renewed. The previous lease had been

for the current property at 1008 S. Alamo St. The square footage of the property is 1445 sq ft. The rate per square foot is \$277.00 per sq ft. The current monthly lease is \$4000.00 per month. The new lease, effective January 1, 2024, is \$329 per sq ft for a monthly lease of \$4,750.00 per month. There is a 3% increase in years 2 and 3. The lease covers electricity, water, HVAC and yard maintenance. Other properties were reviewed, 1 was larger, but more monthly, one was sold, one property was too small, and one location was not a fit for our organization. The CEO will continue to look for additional revenue streams to include: 1) Sell first Friday Vendor Space. We expect to have about \$2,500.00 revenue for 2023 and, perhaps, \$3,000 for 2024; 2) Sublet space in our building; 3) Possible grants from the King William Association and/or the City of San Antonio; 4) Turn the Fiesta Parade into a fund-raising event by offering vendor space; 5) Participate in ARAMARK Non-Profit Fund Raising, where AVA volunteers volunteer at venues, and ARAMARK makes a donation to the AVA.

7B TAW Contract and Update: Publicity Chair, Susan Fine reported that the Publicity committee was notified of The American Wanderer (TAW) contract with Donna Saline expiring on December 31, 2023. The committee decided to move TAW into the digital age and to not renew the contract with Donna Saline. The TAW would continue to highlight stories of the AVA, reviews of products and helpful suggestions. The CheckPoint would continue to be more administrative. The committee would like to make the December TAW all about Donna and asks the AVA community to send in pictures and stories about Donna. Going forward, each member of the Publicity Committee will have a responsibility to a section of TAW and its publication. Anyone can help with the TAW. They don't have to be a member of the Publicity Committee to help with the TAW on the TAW Committee. The Publicity Committee would like to incorporate a "Yearbook", once a year, that would include awards, photos. It would be an actual physical book but would also be available as an e-book. Costs of publication are being explored. It will be a goal to list multi-day festivals in the TAW. The Publicity Committee will also explore ways of listing quarterly awards separately. There were questions to the Publicity Committee Chair regarding the listing of festivals and where to find and update walks associated with festivals. The Publicity Committee Report is attachment 5.

8. Board Committee Reports:

8A Preliminary Report of Club Charges Special Committee – Bob Buzolich,

Chair: Bob reported there was a consensus to raise the participant fee by \$.75, to \$2.00, as of January 1, 2024. The participation fee would also apply to those who have been considered "Free" walkers. The committee also recommends that the Registration fee be raised to \$4.00 per participant, but the registration fee can

be adjusted by the club. This is a preliminary report, and the committee expects to have a final report and recommendation for the October Board of Directors Regular Meeting.

9. The Big Give: Pat Lozano, Big Give Consultant narrated a slide presentation advising on how the Board and other attendees can help contribute to the Big Give by creating peer to peer tool or donate on-line. Share your story or video on how the AVA has benefited you, what made you join the board and why do you donate? A like will be sent via email to set up peer to peer. You can donate early, starting September 13, 2023. The earlier we start donating, the earlier we reach our goal. Goal is \$90,000.00. The agency with the most money raised may win a prize. There will be match minute dates on September 20 and 21, 2023, where donations will be matched up to \$100.00. The Big Give presentation is attachment 6.

10. Walk Application – Jeff Giddings and Henry Rosales: Committee Chair, Jeff Giddings reported that his original app prototype was too volkssport centric and that he was working on making this a more generic walking app. He has 7 major concerns and some minor concerns about the app. His main concerns are around a business plan for the app and how to get the clubs to do necessary update of trail maps for the app, as it is very time consuming. Also concerns on how to integrate with the online start box and who will own copyrights on maps. Jeff will also investigate the user agreement for PlotaRoute.com to determine ownership of maps. To proceed with this project, we need to have answers to questions and concerns. Henry is working with an application development company and Jeff will set up an appointment to discuss the app development with the consultant. CEO, Henry Rosales, Board should consider what User Agreement with the clubs would look like and map issue with “PlotaRoute.com”. An agreement with the clubs should be initiated now. Introduced Debbie Johnson of Broadminded Media, an app developer. Debbie has developed apps and has experience writing business plans. She would like to assist us in developing our walking app and business plan. Debbie can also write a Request for Proposal (RFP). She would keep it simple and communicate every step of the way. Henry advised that the priority has to be the non-AVA walking universe, while also satisfying the needs of the AVA walkers. The Walk Application Committee Report and presentation are attachment 7.

11. Election of Vice-Chair: Chair, Nancy Wittenberg introduced the two candidates for Vice-Chair. 1) Chris Mellon and 2) Carl Cordes. Both Candidates had submitted qualification letters prior to the meeting. Both candidates were given 5 minutes to campaign for the office. Following, there was a vote of the Board of Directors. The new Vice-Chair is Carl Cordes. New issue now that Carl is serving as the RD Rep on the Executive Committee. Carl recommends Sharon Moats be appointed as the RD Rep on the Executive Committee. Sharon agreed to serve in that position. In addition, Carl’s

election to Vice-Chair leaves the Pacific Region without a director. Carl has spoken to the Pacific Region clubs and has an interested candidate to fill the remainder of the term. Carl anticipates having the new Pacific Regional Director in place by the end of next week (September 1, 2023). The current PADRD will remain in that position. The qualification letters from Carl Cordes and Chris Mellon are attachment 8.

12. Next Regular Board Meeting: Will be held at the US Freedom Walk Festival venue, prior to the festival. The Board meeting will be on Wednesday, October 18, 2023. We will be discussing our strategic planning and membership. Any proposals need to be forward to the Chair and to Henry. The Chair hopes that the board will stay and participate in the US Freedom Walks. The Chair asks for suggestion of meeting dates be submitted to her as some members are unable to attend on Wednesdays. Henry advises the Board that he has secured rooms at the Crown Plaza, about 10 minutes' walk from the US Freedom Walk venue. Please advise Henry of the dates you will be arriving and staying.

13 Adjournment: MARD, Craig Gauger moved for adjournment. SERD, Kathryn King seconded the motion. The motion passed. The meeting was adjourned at 7:44 CDST.